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Daniel D. Peck
J.D., Member FL Bar
Meredith Peck Ralston
J.D., Member FL Bar
Michael P. Rusinko
J.D., Member FL Bar

Peck & Peck, P.A.
Attorneys at Law
5200 Tamiami Trail North, Suite 101
Naples, Florida 34103
E-mail: meredith@peckandpecklaw.com

Telephone:
(239) 263-9811
Facsimile:
(239) 263-9818

September 3, 2021

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Victory Wellness & Medspa of Naples LLC


To Whom it May Concern:

I enclose for filing Amended Articles of Organization of Victory Wellness & Medspa of Naples LLC. I also a check made payable to Florida Department of State in the amount of \$30, which represents the filing fee for the Amended Articles and a certificate of status.

Please return all correspondence related to this matter to my attention, Daniel D. Peck, Esq., Peck & Peck, P.A., 5200 Tamiami Trail North, Suite 101, Naples, Florida 34103. For ease, I enclose a self-addressed stamped envelope returning the letter of acknowledgment and certificate of status after the amendment is filed.

We appreciate your assistance with this matter.

Sincerely,


Daniel D. Peck

DDP/kl
Enclosures
cc: Magdalena E. Kerschner

**AMENDED ARTICLES OF ORGANIZATION
OF
VICTORY WELLNESS & MEDSPA OF NAPLES LLC**

The original Articles of Organization for this Limited Liability Company were filed on June 30, 2021 and assigned Florida document number L21000300522.

This amendment is submitted to amend the Articles of Organization, which includes changing the name and address of the manager and member, and the name and address of the registered agent.

1. Name. The name of this limited liability company is VICTORY WELLNESS & MEDSPA OF NAPLES LLC, a Florida limited liability company (the "Company").

2. Duration and Effective Date. The Company shall have perpetual existence and these Articles are effective commencing on the filing of the Articles of Organization with the State of Florida and continues even though a membership of a member is terminated.

3. Purpose. This corporation is organized to act as a medical office and spa for medical procedures for wellness and aesthetics and for all other purposes allowed by a Florida limited liability company.

4. Principal Office. The mailing and street address of the Company's principal office is 1485 Pine Ridge Road, Suites 121 and 122, Naples, FL 34109.

5. Registered Agent and Office. The name of the registered agent of the Company is Daniel D. Peck. The street address of the initial registered agent of the Company is 5200 Tamiami Trail North, Suite 101, Naples, FL 34103.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. Management and Member of the Company. The name and address of the only person authorized to manage and control the limited liability company and the only member of the limited liability company follows. The Company shall be managed by one manager. The sole manager and member is:

Magdalena E. Kerschner
3441 Ivy Hills Boulevard
Cincinnati, Ohio 45244

8. Removed Managers. Lindsey M. Houck and Tracie Santana are removed as managers, and were inadvertently named managers and were never managers. Their addresses are:

Lindsey M. Houck
412 Bayfront Place Suite 126
Naples, Florida 34102

FILED
JUN 21
2021
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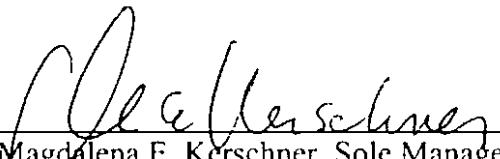
Tracie Santana
9380 Montgomery Road
Cincinnati, Ohio 45242

9. Voting. The Company is authorized to issue membership interests with voting rights and membership interests without voting rights.

10. Certificated Interests. The members' interests in the Company may but need not be evidenced by certificates.

11. Member's Rights. Pursuant to section 605.04074(2) of the Florida Statutes, no member of the Company other than the manager shall be an agent of the company solely by virtue of being a member, and no member other than the manager shall have authority to incur debt or contractual liability on behalf of the company solely by virtue of being a member. Any Operating Agreement of the company as defined in section 605.0105 of the Florida Statutes must be in writing and signed by the initial members.

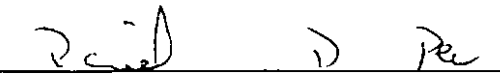
The undersigned Manager and Member freely executed these Articles of Organization the 3rd day of September, 2021, affirming under penalties of perjury that the facts herein are true.



Magdalena E. Kerschner, Sole Manager and
Member

ACCEPTANCE BY NEW REGISTERED AGENT

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Florida Statutes Chapter 605, or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.



Daniel D. Peck, Registered Agent

Dated: September 3, 2021.